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August 16, 2007

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United States Bankruptcy Court
Southern District of New York
Delphi Corporation Claims
One Bowling Green, Room 534
New York, NY 10004-1408

Re: Delphi Corporation
Southern District of New York Case No. 05-44481

Dear Sir or Madam:

Enclosed please find an original and copy a Withdrawal of Proof of Claim submitted on behalf of Independent Bank in the above-referenced matter. Kindly return a date-stamped copy to the undersigned in the envelope enclosed.

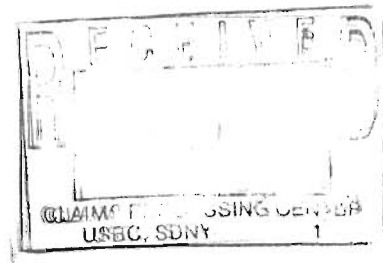
Thank you for your assistance in this regard. If you have any questions, please feel free to call me.

Very truly yours,


John R. Grant

JRG/slg
Enclosures
cc w/enc.: Trevor Tooker

#183702 v1



UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

IN RE:

Case No. 05-44481

Chapter 11

DELPHI CORPORATION, et al.

Debtor.

WITHDRAWAL OF PROOF OF CLAIM

Independent Bank, by and through its counsel, hereby withdraws its Proof of Claim filed in the above-referenced matter, Claim No. 12254.

Dated: August 16, 2007

By: 

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